

ASSIGNMENT AND ASSUMPTION OF AGREEMENT

FOR VALUE RECEIVED, the undersigned, Durant Hospitality, Inc. (the "Assignor"), hereby transfers and assigns, to the extent allowable by law, unto SAI, LLC, a limited liability company (the "Assignee"), and to the successors and assigns of the Assignee, all of the Assignor's right, title and interest in and to those contracts and agreements described on Exhibit "B" attached hereto and made a part hereof with respect to the motel facility situated upon certain real property located in Durant, Oklahoma, as more particularly described at Exhibit "A" attached as a part hereof.

By the acceptance hereof, the Assignee hereby assumes the interest and obligations of the Assignor from and after the date hereof with respect to said agreements and contracts, and further agrees to indemnify and save harmless the Assignor from and against all loss, cost, claims, actions, liabilities and attorney's fees arising from and after the date hereof which the Assignor shall incur with respect to said agreements and contracts.

Dates this 12th day of May, 2010.

"ASSIGNOR"

"ASSIGNEE"

DURANT HOSPITALITY, INC.

SAI, LLC

By: 


PRESIDENT

By: 

MANAGER

INDIVIDUAL INDEMNITY

The undersigned individuals indemnify the Assignor in the same manner and to the same extent, as does the Assignee as set forth above.


ARVINDBHAI PATEL


NAYANBEN PATEL


ASHVINKUMAR PATEL


KUMABEN PATEL

KAMUBEN A PATEL

EXHIBIT "A"

Legal Description

A part of the NW/4 NE/4 NW/4 of Section 31, Township 6 South, Range 9 East of the Indian Base and Meridian, in Bryan County, Oklahoma described as BEGINNING at a concrete nail found 1558.92 feet East and 207.12 feet South of the Northwest corner of said Section 31, said nail being in the South right-of-way line of U.S. Highway 70 as described in Dedication Deed recorded in Book 394 at Page 467; Thence South 00 degrees 04 minutes 22 seconds West a distance of 110.37 feet to a nail found at the base of a concrete retaining wall; Thence South 2 degrees 41 minutes 11 seconds East a distance of 135.08 feet to the corner of said curb; Thence South 00 degrees 08 minutes 14 seconds West 236.54 feet to a 1/2" steel rod found in the North right-of-way line of the Saint Louis & San Francisco Railroad; Thence North 73 degrees 03 minutes 13 seconds West along said right-of-way line a distance of 375.32 feet to a 3/4" steel rod found; Thence North 00 degrees 08 minutes 28 seconds East a distance of 347.93 feet to a railroad spike found in the said South right-of-way line of U.S. Highway No.70; Thence South 73 degrees 01 minutes 00 seconds East along said right-of-way line a distance of 240.40 feet to the Point-of-Beginning.

EXHIBIT "B"

Contracts and Agreements

1. Wyndham-Days Inn Franchise Agreement
2. Restaurant Lease - El Tapatio
3. AT&T - phone service
4. Auto Chlor - Cleaning Supplies
5. Coca-Cola Enterprises - Vending Machines
6. CommuniComm Services - Cable Service
7. Crystal Clear Communications - Long Distance Phone Service
8. Durant City Utilities - Utility Services
9. Guest Supply - Hotel and Guest Room Supplies
10. Headrick Outdoor Advertising - Billboards
11. Info-Hold Music - On Hold Music Services
12. Midwest Internet Solutions - Internet Services
13. OG&E - Electricity Services
14. Oklahoma Natural Gas - Gas Services
15. Preview Outdoor Advertising, LP - Billboard Services
16. Texoma Asset Management - Billboard Services
17. USA Today - Paper Services